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Small Entity Compliance Guide
Updating Part 1 Competitive Bidding Rules

REPORT AND ORDER

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This Guide is prepared in accordance with the requirements of Section 212 of the Small Business Regulatory Enforcement Fairness Act of 1996. It is intended to help small entities—small businesses, small organizations (non-profits), and small governmental jurisdictions—comply with the new rules adopted in the above-referenced Federal Communications Commission (FCC) rulemaking dockets. This Guide is not intended to replace the rules. Final authority regarding these regulations rests solely with the FCC. Although we have attempted to cover all parts of the rules that might be especially important to small entities, the coverage may not be exhaustive. As a result, in any civil or administrative action against a small entity for a violation of a rule or rules, the content of the Small Entity Compliance Guide may be considered only as evidence of the reasonableness or appropriateness of proposed fines, penalties or damages. This Guide may not apply in all circumstances, and the FCC retains the discretion to adopt approaches on a case-by-case basis that may differ from this Guide, where appropriate. Any decisions regarding a particular small entity will be based on the Communications Act and the FCC's regulations.

In any civil or administrative action against a small entity for a violation of the FCC's rules, the content of the Small Entity Compliance Guide may be considered as evidence of the reasonableness or appropriateness of proposed fines, penalties or damages. Interested parties are free to file comments regarding this Guide and the appropriateness of its application to a particular situation; the FCC will consider whether the recommendations or interpretations in the Guide are appropriate in such circumstances. The FCC may decide to revise this Guide without public notice to reflect changes in the FCC's approach to implementing a rule, or to clarify or update the text of the Guide. Direct your comments and recommendations, or calls for further assistance, to the FCC's Consumer Center:

1-888-CALL-FCC (1-888-225-5322)

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Preface

This Small Entity Compliance Guide is designed to help individuals and small businesses understand changes that the Commission made in 2015 to certain of its rules on spectrum auctions, including the broadcast incentive auction. This guide first provides an overview of the process of how you may apply to participate in an FCC spectrum auction and, if you are eligible, how you may claim eligibility for bidding credits which operate as discounts on your winning bids. This guide then covers changes that the Commission made to determine who is eligible for bidding credits and to certain other requirements that may apply if you acquire licenses with bidding credits. Finally, the guide summarizes rule changes regarding joint bidding arrangements, prohibited communications, and former defaulters.

*This guide **is not a substitute** for reading and reviewing orders, rules and public notices applicable for any specific auction, nor is it a substitute for legal advice on how the competitive bidding rules apply to your circumstances.*

I. WHAT ASPECTS OF THE COMPETITIVE BIDDING RULES DID THE COMMISSION CHANGE?

In the Report and Order adopted on July 16, 2015, the Commission:

- Changed the eligibility requirements for small businesses to apply for bidding credits, and increased the gross revenue thresholds used to define eligibility for various levels of small business bidding credits;
- Established, for the first time, a 15 percent bidding credit for eligible rural service providers;
- Implemented limits on the total amount of bidding credits any individual or entity may receive during a single auction;
- Changed the ownership/control attribution rules to prevent unjust enrichment of any party that is ineligible for bidding credits;
- Clarified the annual reporting requirements for those that have won licenses with bidding credits;
- Revised the rule that requires a “former defaulter” to pay an upfront payment which is 50 percent higher than other applicants, by excluding certain types of delinquencies and narrowing the scope of individuals and entities covered by the rule;
- Prohibited joint bidding arrangements with limited exceptions;
- Revised the rule prohibiting certain communications between auction applicants; and
- Barred an individual or entity (and entities with controlling interests in common) from filing more than one short-form application in any given auction, except for certain rural wireless partnerships and individual members of those partnerships.

II. HOW DO YOU APPLY TO BID IN A SPECTRUM AUCTION AND SEEK A BIDDING CREDIT?

With limited exceptions (e.g., for certain public safety services and noncommercial educational broadcast stations), the Commission is required to use a system of competitive bidding to assign spectrum licenses and construction permits when it receives mutually exclusive applications. In these cases, if you want to acquire a license or permit, you must first apply to participate and bid in a spectrum auction for the relevant wireless service license or broadcast permit. In order to encourage a wide range of auction participants, the Commission offers bidding credits for eligible individuals, small businesses and rural service providers. The competitive bidding rules governing FCC auctions are found primarily in Part 1, Subpart Q of the Commission's rules although other rules may apply to particular auctions and services.

An application to participate in an FCC auction, referred to as a short-form application, provides information used to determine whether you are qualified under FCC rules and policies to participate in our auctions for licenses or construction permits. The short-form application is the first part of our two-phase auction application process. In the first phase, in order to participate in an auction, you must file a streamlined, short-form application in which you report required information and certify under penalty of perjury as to your qualifications. You bear full responsibility for submitting an **accurate, complete and timely** short-form application.

To assist you in completing your short-form application, before each auction, we release a "Procedures Public Notice" (and sometimes multiple public notices) giving an overview of the rules and procedures necessary to participate in that spectrum auction. Such public notice(s) will also describe which bidding credits will be offered for that auction, and the eligibility requirements for those credits. In preparing to participate in an auction, you should gather the information necessary to complete a short-form application as well as undertake all necessary due diligence concerning your participation in an auction and your regulatory and business obligations following an auction, including but not limited to FCC rules, regulations, and policies governing radio spectrum. An FCC auction does not constitute an endorsement by the FCC of any particular service, technology or product, nor does an award to you of any FCC construction permit or license guarantee business success. You are solely responsible for investigating and evaluating all technical and marketplace factors that may have a bearing on the value of any license you may wish to bid on at auction. You should perform your due diligence research and analysis before proceeding, as you should with any new business venture. In particular, you should review and understand all underlying Commission orders, rules, procedures and deadlines, and pending proceedings relating thereto.

After the deadline for filing short-form applications, we will review each application and determine whether it is complete or incomplete. If your application is incomplete after initial review, you will be given a short period of time to correct minor defects. Only those applicants with complete applications in compliance with the rules and requirements for that auction will be permitted to participate in the bidding. You must also submit a sufficient monetary deposit, or upfront payment, to become a qualified bidder. Your upfront payment also establishes your initial bidding eligibility or the amount of licenses upon which you will be able to bid during the auction.

If you are a winning bidder for any license or construction permit, you must make a down payment within ten business days of the announcement of the close of the auction and pay the remaining amount due within another ten business days, and timely file a more comprehensive long-form application to establish your qualifications to be a Commission licensee as well as demonstrate your eligibility for any bidding credit that you have claimed. Commission rules impose substantial financial and other sanctions for failing to make such payments on a timely basis. Dates and post-auction

procedures are announced by public notice, which is why it is crucial for you to pay attention to any public notices the Commission releases regarding an auction in which you participate. Certain post-auction deadlines are announced after the bidding in the auction closes. You should be aware that the Commission strictly enforces auction-related deadlines, and your failure to meet any deadline could result in disqualification from holding a license and you may incur an additional payment obligation.

III. WHAT CHANGES DID THE FCC MAKE TO THE BIDDING CREDIT RULES?

The Commission recently changed the small business bidding credit rules and established, for the first time, a bidding credit for rural service providers. This section discusses those new rules.

The Commission has now increased the gross revenue thresholds that define the bidding credit percentage for which a small business may be eligible. The availability of specific bidding credits is decided on an auction-by-auction basis and, as noted below, all categories of bidding credits may not be available for each auction. Those new definitions provide that:

- A bidding credit of 35 percent is available to each qualifying small business with average gross revenues of \$4 million or less for the preceding three years (however, the 35 percent credit will not be available in the Broadcast Television Incentive Auction, Auction 1002, scheduled to begin in 2016);
- A bidding credit of 25 percent is available to each qualifying small business with average gross revenues of \$20 million or less for the preceding three years; and
- A bidding credit of 15 percent is available to each qualifying small business with average gross revenues of \$55 million or less for the preceding three years.

A rural service provider applicant may claim a 15 percent bidding credit. An eligible rural service provider may request this bidding credit if the rural service provider (together with its affiliates and controlling interests and their affiliates) has fewer than 250,000 combined wireless, wireline, broadband and cable attributable subscribers, and serves predominantly rural areas.

You may apply to receive either a small business credit or the rural service provider credit, **but not both**.

Finally, the Commission also adopted a cap for the total amount of bidding credits that anyone may receive in a single auction. As a general matter, the amount of the bidding credit cap for a small business in any particular auction will not be less than \$25 million, and the bidding credit cap for the total amount of bidding credits that a rural service provider may be awarded will not be less than \$10 million. The Commission implements a bidding credit cap for each auction on an auction-by-auction basis. For example, for the incentive auction scheduled to begin in 2016, the Commission determined that the total amount of bidding credits available for any small business was set at \$150 million, and the total amount of bidding credits available for any eligible rural service provider was set at \$10 million.

A. How do you know if you are eligible to receive a small business bidding credit?

In your short-form application, you must disclose information to demonstrate that you are eligible for the small business bidding credit that you requested. Eligibility for small business bidding credits is based on your attributable gross revenues for the last three years. This also includes the average gross revenues for the last three years of your controlling interests (i.e. those individuals or businesses that have

legal or actual control over your business operations), your affiliates (those with a relationship of direct or indirect control), and affiliates of your controlling interests.

The Commission analyzes the totality of the circumstances to determine eligibility for small business bidding credits on a license-by-license basis. We use the FCC's competitive bidding controlling interest and affiliation rules at 47 C.F.R. § 1.2110 to determine what gross revenues, in addition to your own gross revenues, will be attributed to your application, as well as other indications of whether your business may be controlled by, otherwise affiliated with, or attributable to another entity such that their gross revenues should be added to your gross revenues.

You should consult section 1.2110(c)(2) and the public notices released for any particular spectrum auction for guidance on how we determine control for purposes of attributing gross revenues. For example, note that each officer or director of a business is considered a controlling interest under the bidding credit rules, even if the officer or director holds no ownership in the business itself. You should also consult section 1.2110(c)(5) and the public notices released for any particular spectrum auction for guidance on whether an individual or entity is considered to be affiliated with you, or an affiliate of an individual or business that can exercise control of business decisions over you or your business or is otherwise attributable.

B. How do you determine if you are eligible for a rural service provider bidding credit?

You may be eligible to apply for a rural service provider bidding credit if you have fewer than 250,000 combined wireless, wireline, broadband and cable subscribers, and your business serves predominantly rural areas. This number is based on actual subscribers, not on whether your company meets one of the Commission's small business definitions. Even if a single subscriber receives more than one service (i.e. a customer who receives both wireline telephone and broadband internet service) from you, this subscriber would only be counted once.

To determine your eligibility for a rural service provider bidding credit, the number of subscribers counted includes the aggregate of the subscribers of your business, your business's controlling interests, your affiliates, and the affiliates of your controlling interests. Affiliates of a rural service provider include individuals or entities that directly or indirectly control or have the power to control the applicant, directly or indirectly are controlled by a third party that also controls the applicant, or have an identity of interest with the applicant. In addition, controlling interests include those that can exercise control over applicant business decisions.

There is an exception, however, to the requirement of aggregating the subscribers of your affiliates, your business's controlling interests, and the affiliates of your controlling interests. The Commission will not aggregate the subscribers of a rural wireless partnership that provided service on July 16, 2015, if each member of the rural wireless partnership is individually eligible for the bidding credit, meaning each member has fewer than 250,000 subscribers, serves predominantly rural areas and no member of that rural wireless partnership is a nationwide provider.

To determine if your business serves predominantly rural areas, the Commission defines rural areas as counties with a population density of 100 or fewer persons per square mile. Although the Commission does not set a percentage threshold requiring a specific proportion of your subscribers to be located in rural areas, the primary focus of your business activities must be the provision of services to rural areas.

C. Can spectrum leases affect eligibility for a small business bidding credit or a rural service provider bidding credit?

The Commission recently adopted a new attribution rule in evaluating whether you will maintain legal or actual control over any particular license under the terms of any use agreement(s) you may have for that license. Under the new rule, the gross revenues or subscribers of a disclosable interest holder in an applicant or licensee seeking small business bidding credit or a rural service provider bidding credit will become attributable to the applicant on a license-by-license basis if that interest holder uses, in any manner, more than 25 percent of the spectrum capacity of a license awarded with bidding credits during the 5 year period after a license has been granted. As required by section 1.2110(c)(2)(ii)(J), we consider a disclosable interest holder as a holder of a 10 percent or greater interest of any kind in your business.

D. What is a consortium for purposes of bidding credit eligibility?

A consortium is an entity formed to apply as a single applicant to bid at auction, following an agreement by two or more individuals or business entities that individually would be eligible for the same bidding credit under section 1.2110, provided that no member of the consortium may be a nationwide provider (47 C.F.R. § 1.2105(a)(4)(ii)). Specifically, the revised rules permit small businesses (or rural service providers) to form a bidding consortium to participate at auction as a single entity, provided every member of the consortium qualifies as a small business (or rural service provider) that is itself eligible for the bidding credit being sought.

If you are a member of a consortium, and your consortium requests a small business bidding credit, the gross revenues for each member of the consortium will not be counted together. Instead, each individual member of the consortium must meet the eligibility requirements for that bidding credit and will be evaluated separately to determine if your consortium is eligible for the bidding credit. (Similarly, the subscribers of each individual member of a consortium of rural service providers will not be counted together so long as each member individually, along with any attributable interests, would have fewer than 250,000 subscribers and serves predominantly rural areas.) If your consortium wins a license during an auction, either one separate member of your consortium, or a new legal entity comprised of two or more separate consortium members, must be eligible for the bidding credit sought and apply for the license during the long-form application phase.

E. After an auction is over, are there other restrictions on licenses acquired with bidding credits?

If the Commission awards you a license that you won using bidding credits, you will be subject to additional reporting and ownership requirements for five years after the license is granted. This ensures that you are operating as a *bona fide* small business (or rural service provider) under the auction bidding credit requirements, and that anyone that is not eligible for a bidding credit does not receive the benefits of a bidding credit through acquiring ownership or control of that license. If you sell or transfer ownership, create a use agreement that cedes control (i.e., a *de facto* transfer lease), or enter into a use agreement that results in you no longer being eligible to receive a bidding credit for any particular license, then, as the licensee, you would owe a payment equal to a portion of the bidding credit (plus interest) to the U.S. Treasury. That payment amount decreases over the 5 year period following the award of a license acquired by a bidding credit; it ranges from 100 percent of the bidding credit during the first two years, down to 25 percent of the bidding credit during the fifth year (47 C.F.R. § 1.2111).

F. If you have received bidding credits, what are your annual reporting requirements?

If you acquired a Commission license or construction permit at auction through the use of a bidding credit, you must file certain reports each year for the first five years after grant of that license. At minimum, you must file a yearly report with the Commission that lists and summarizes all agreements and arrangements (whether current or proposed) that may affect your eligibility to retain the bidding credit for each such license. This listing must include all parties (including affiliates, controlling interests, and affiliates of controlling interests) to each agreement or arrangement, as well as the dates that each party entered into the agreement or arrangement. According to 47 C.F.R. § 1.2110(n), this annual report must be filed on or before September 30.

If you previously filed this information with the Commission and this information remains current, then your annual report may be shorter. In that situation, your annual report may contain the Universal Licensing System (ULS) file number of the report or application that has your current information and the date you filed that information.

Also, during the first five years after grant of a license or construction permit acquired with a bidding credit, you have an ongoing obligation to report, in a timely and accurate manner, any changes to information you filed in your long-form application that might affect your eligibility to retain a bidding credit. Additionally, if you assign or transfer a license earned with a bidding credit to another eligible small business or rural service provider, then only the entity that holds the license on September 30 of that year must meet the reporting requirements of rule 1.2110(n).

These rule modifications do not change, in any way, any other reporting requirements for any entity that is considered a small business or a rural service provider.

IV. WHAT OTHER CHANGES HAVE BEEN MADE TO AUCTION RULES?

A. Former Defaulter Rule Changes

In this decision, the Commission also made changes to the rules concerning auction applicants that have defaulted or been delinquent on debts in the past (47 C.F.R. § 1.2106(a)). You will not be considered a former defaulter if you have cured previous defaults on any FCC license, or a delinquency on a non-tax debt owed to a Federal agency, where any of the following criteria are met:

- You received the notice of the final payment deadline or delinquency more than seven years before the initial short-form application filing deadline for the relevant auction;
- The default or delinquency amounted to less than \$100,000;
- You paid the default or delinquency within two quarters (i.e. six months) after receiving the notice of final payment deadline or delinquency; or
- The default or delinquency was the subject of a legal or arbitration proceeding and was cured upon resolution of that proceeding.

The Commission also narrowed the scope of the individuals and entities we now consider to be relevant for determining if there is a former default or former delinquency which would require a 50 percent higher upfront payment. Now we limit the inquiry to those individuals and entities that have positions of control over the auction applicant or licensee and may be able to influence the ability of that entity to fulfill its auction-related financial obligations. We strongly recommend that you review the

controlling interest definition in 47 C.F.R. §§ 1.2105 and 1.2110 for purposes of the certifications required under section 1.2105(a)(2) of the FCC's competitive bidding rules.

As an important reminder, a separate rule, 47 C.F.R. § 1.2105(a)(2)(xi), bars participation in any FCC auction, if your business, a controlling interest of your business, an affiliate of your business, or an affiliate of a controlling interest of your business is currently in default on any payment for an FCC construction permit or license (including a down payment), or is currently delinquent on any non-tax debt to *any* Federal agency.

B. Prohibition Regarding Joint Bidding

In the new rules, the FC generally prohibits any joint bidding arrangements. "Joint bidding arrangements" involve arrangements relating to licenses being auctioned that address or communicate, directly or indirectly, bidding at auction, bidding strategies, arrangements, or prices, which license to bid on, or any arrangements related to market structure after an auction.

First and foremost, no nationwide provider may enter into any joint bidding arrangement, whether or not the nationwide provider is an applicant in the spectrum auction. The identities of nationwide providers will be announced in advance of each auction; for the broadcast incentive auction AT&T, Sprint, T-Mobile and Verizon and their affiliates are considered to be nationwide providers. The Commission also prohibits non-nationwide providers that are separate auction applicants from entering into bidding arrangements; however, the Commission will continue to allow applicants, as single applicants, to form and apply to bid as joint ventures and, where applicable, consortia. A non-nationwide provider, however, may participate in only one joint venture. An applicant requesting a bidding credit may only participate in one consortium in an auction. This one consortium must be the exclusive bidding vehicle for its members. Separately, you may have a joint bidding arrangement between you and non-nationwide providers where only one of the members of the bidding agreement is an applicant in an auction and the other(s) are non-applicants.

This prohibition against joint bidding arrangements does not include agreements that are solely operational in nature, such as: operational aspects of providing mobile services, agreements for roaming, spectrum leasing/use or device acquisition, or agreements for assignment or transfer of licenses. However, these operational agreements must not relate to the licenses at auction and cannot address or communicate, directly or indirectly, bidding at auction (including specific prices to be bid), bidding strategy (including the specific licenses on which to bid or not to bid), or post-auction market structure.

You must certify on behalf of your business and any party that controls, or is controlled by your business, that you have not entered into and will not enter into any joint bidding arrangement with any other auction applicant(s), with any nationwide provider that is not an applicant, or, if the applicant is a nationwide provider, with any non-nationwide provider that is not an applicant, other than an agreement that falls within the limited exceptions explained above. Therefore, when you make this certification, you are certifying that any operational agreement that you may have does not involve a shared bidding strategy and therefore is solely operational. Any agreement for the transfer or assignment of a license or licenses existing at the deadline for filing short-form applications will not be regarded as a prohibited arrangement. Agreements of this kind must not relate to licenses at auction, include terms or conditions regarding a shared bidding strategy, or communicate bids or bidding strategies. Alternatively, you may enter into an agreement with a separate entity, if that agreement is *only* for funding purposes (with no agreement regarding bids, bidding strategy or post-auction market structure relating to the licenses at auction).

C. Prohibition on Communication of Bidding Information

The Commission revised its rule prohibiting certain communications in light of its new rule prohibiting joint bidding agreements. The revised prohibition on communication forbids an applicant from communicating bids or bidding information, either directly or indirectly, with any other auction applicant, with any nationwide provider that is not an applicant, or, if the applicant is a nationwide provider, with any non-nationwide provider that is not an applicant. The revised rule provides limited exceptions for a communication within the scope of any arrangement consistent with the exclusions from the Commission's rule prohibiting joint bidding, provided such an arrangement is disclosed on the applicant's short-form application. An applicant may continue to communicate pursuant to any pre-existing agreement, arrangement, or understanding that is solely operational or that provides for a transfer or assignment of a license, provided that such an agreement, arrangement or understanding does not involve the communication or coordination of bids (including amounts), bidding strategies, or the particular licenses on which to bid, and provided that such an agreement, arrangement or understanding is disclosed on its short-form application.

In addition, if there is a holder of a non-controlling interest with respect to more than one application in a particular auction, each applicant must certify that it has established internal control procedures to preclude any person acting on behalf of the applicant from possessing information about the bids or bidding strategies of more than one applicant or communicating such information with respect to either applicant to another person acting on behalf of and possessing such information regarding another applicant. As with any certification submitted to the FCC, that certification in an auction application will not outweigh specific evidence that a communication violating the Commission's rules has occurred, nor will it preclude the FCC from investigating any potential prohibited communication.

D. Prohibition on Filing More Than One Application By Commonly Controlled Entities

The Commission's recent rule changes also will generally permit any individual or entity to participate in any FCC auction only through a single bidding entity. Therefore, you are prohibited from submitting more than one short-form application in any Commission auction. Business entities controlled by the same individual(s) or business(es) will not be allowed to submit more than one short-form application. These restrictions will apply across all short-form applications in a particular auction without regard to the licenses or geographic areas selected.

In deciding whether multiple applications have been filed by a commonly controlled individual or entity, we will use the controlling interest principle of section 1.2105.

There is a limited exception to the general prohibition on multiple applications by commonly controlled entities for an existing rural wireless partnership. Under this limited exception, each qualifying rural wireless partnership and its individual members will be permitted to participate separately in an auction. In order to qualify for this limited exception, the Commission requires that the rural wireless partnership is one that was established as a result of the cellular B block settlement process (CC Docket No. 85-388), that no nationwide provider is a managing partner or a managing member of the management committee, and that the partnership interests have not materially changed as of November 17, 2015 (the effective date of the Part 1 *Report and Order*).

Finally, a single person may no longer serve as an authorized bidder for more than one applicant, regardless of license selection or the geographic location of a license.

V. WEBLINK

The *Report and Order*; *Order on Reconsideration of the First Report and Order*; *Third Order on Reconsideration of the Second Report and Order*; *Third Report and Order*, FCC 15-80, was adopted July 16, 2015 and released July 21, 2015.

Parts 1 and 27 of the Commission's rules, 47 C.F.R. Parts 1 and 27, were amended as specified in Appendix A of the *Report and Order*, effective November 17, 2015, except for those provisions that contained new or modified information collection requirements which became effective January 6 or January 22 of 2016 respectively, after approval by the Office of Management and Budget ("OMB") under the Paperwork Reduction Act, or other provisions for which such OMB approval has not yet been obtained.

Electronic copies of the *Report and Order* can be found at the following website:

www.fcc.gov/document/competitive-bidding-report-order

More information about the upcoming incentive auction as well as the history of incentive auctions may be found at the following websites:

www.fcc.gov/about-fcc/fcc-initiatives/incentive-auctions

www.fcc.gov/auctions/1000